MARK E. FELGER (MF9985) JERROLD N. POSLUSNY, JR. (JP7140) COZEN O'CONNOR

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Attorneys for the Debtors

In re: : UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF NEW JERSEY

SHAPES/ARCH HOLDINGS L.L.C., <u>et</u> :

al., CHAPTER 11

Debtors. CASE NO. 08-14631 (GMB)

: (Jointly Administered)

FIRST INTERIM MONTHLY FEE STATEMENT OF COZEN O'CONNOR, ATTORNEYS TO THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM MARCH 16, 2008 THROUGH MARCH 31, 2008

TO: HONORABLE GLORIA M. BURNS UNITED STATES BANKRUPTCY JUDGE

This First Interim Monthly Fee Statement for Compensation and Reimbursement of Expenses (the "First Interim Fee Statement") is filed by Cozen O'Connor ("CO"), attorneys to Shapes/Arch Holdings L.L.C. and its related debtor entities, the debtors and debtors-in-possession (collectively the "Debtors")<sup>1</sup>, requesting compensation and reimbursement of expenses for services provided by CO as attorneys to the Debtors for the period from March 16, 2008 through March 31, 2008 (the "First Interim Period").

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<sup>&</sup>lt;sup>1</sup> In addition to Shapes/Arch Holdings L.L.C. ("<u>Shapes/Arch</u>"), the following entities, all of which are wholly owned subsidiaries or Shapes/Arch, also filed petitions on the Petition Date (defined below): Shapes L.L.C. ("<u>Shapes</u>"); Delair L.L.C. ("<u>Delair</u>"); Accu-Weld L.L.C. ("<u>Accu-Weld</u>"); and Ultra L.L.C. ("<u>Ultra</u>").

## **Background**

- 1. On March 16, 2008 (the "<u>Petition Date</u>"), the Debtors filed their petitions for relief under Chapter 11, Title 11 of the United States Code (the "<u>Bankruptcy Code</u>").
- 2. The Debtors are operating their businesses and managing their properties as debtors-in-possession pursuant to 11 U.S.C. §§ 1107(a) and 1108.
  - 3. No trustee or examiner has been appointed in these cases.
- 4. An official committee of unsecured creditors (the "<u>Committee</u>") was appointed on March 31, 2008 and has been actively involved in these cases since that time.
- 5. By Order dated April 9, 2008 CO was retained to represent the Debtors as their attorneys in these bankruptcy proceedings on the terms set forth in CO's retention application, effective as of March 16, 2008.
- 6. On March 18, 2008, the Administrative Order Pursuant To 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (the "Compensation Procedures Order") was entered by the Court. CO submits this First Interim Fee Statement for compensation and reimbursement of actual, necessary costs and expenses for its service to the Debtors.
- 7. During this First Interim Period, CO has been faithfully performing its duties under 11 U.S.C. § 327.
- 8. The professionals and paraprofessionals of CO who have rendered services in these cases for which CO seeks compensation are reflected on the attached Exhibit "A", which provides the name of the professionals and paraprofessionals that have rendered services in these cases, their hourly rates and amount of time spent by each professional in these cases.

- 9. In accordance with the Compensation Procedures Order, and as set forth in Local Rule 2016-1 and the Court's General Order Adopting Guidelines Governing Procedures for Payment of Interim Compensation and Reimbursement of Expenses to Professionals, a detailed chronological itemization of the services rendered by each professional and paraprofessional during the First Interim Period, calculated by tenths of an hour, is attached hereto as Exhibit "B".
- 10. During the First Interim Period, CO provided services to the Debtors in the total amount of \$67,889.00.
- 11. Attached hereto as Exhibit "C" is a summary of the actual and necessary expenses incurred. During this First Interim Period, CO incurred actual and necessary expenses in the total amount of \$9,408.04.
- 12. Pursuant to the Compensation Procedures Order, CO seeks approval of 80% of the total compensation equal to \$54,311.20 (\$67,889.00 x 80%) and 100% reimbursement of expenses (\$9,408.04) incurred by CO during the First Interim Period.
- 13. Prior to the commencement of these cases, CO was paid a retainer totaling \$180,227.67, which CO will utilize to satisfy the fees requested in this First Interim Fee Statement.
- 14. Lastly, by way of disclosure, the final payment to CO prior to the Petition Date for services rendered prior to the Petition Date was insufficient to satisfy its outstanding fees and expenses due to certain expenses that did not "hit the system" until after the Petition Date. These expenses total less than \$2,000. CO waives any claim for these expenses.

Case 08-14631-GMB Doc 199 Filed 04/23/08 Entered 04/23/08 14:41:16 Desc Main Document Page 4 of 47

WHEREFORE, CO respectfully requests that, for the period from March 16, 2008 through March 31, 2008, a first interim allowance be made to CO in the total amount of \$54,311.20 (\$67,889.00 x 80% total fees incurred during the First Interim Period) for compensation and \$9,408.04 for reimbursement of actual, necessary costs and expenses and that such amounts be authorized for payment from the prepetition retainer held by CO.

Dated: April 23, 2008 COZEN O'CONNOR

By: <u>/s/ Jerrold N. Poslusny, Jr.</u>
Mark E. Felger
Jerrold N. Poslusny, Jr.

Attorneys for the Debtors

## EXHIBIT "A"

PROFESSIONAL	PRACTICE AREA	YEAR ADMITTED	HOURS	RATE	FEE
Sandra A. Bloch	Corporate	1979	5.60	550.00	3,080.00
Mark E. Felger*	Bankruptcy	1989	55.60	525.00	29,190.00
Jerrold N. Poslusny, Jr.	Bankruptcy	1999	53.70	375.00	20,137.50
William D. Hogan	Real Estate	1968	.70	320.00	224.00
Jennifer S. Reynolds	Corporate	2002	13.50	315.00	4,252.50
Sarah P. O'Donnell	Corporate	2005	4.10	230.00	943.00
Debbie Reyes, paralegal	Bankruptcy	n/a	51.60	195.00	10,062.00
TOTAL:			184.80		\$67,889.00

<sup>\*</sup> Mr. Felger was certified by the American Board of Certification in business bankruptcy in 2005.



1900 MARKET STREET PHILADELPHIA, PA 19103-3508 215.665.2000 800.523.2900 215.665.2013 FAX www.cozen.com EIN 23-1732832

April 23, 2008

SHAPES/ARCH HOLDINGS

RE: SHAPES/ARCH HOLDINGS/BANKRUPTCY

OUR FILE NO.: 220718.000

FEES FOR PROFESSIONAL SERVICES: \$67,889.00 EXPENSES INCURRED: \$9,408.04 TOTAL AMOUNT OF INVOICE NO: 587223 \$77,297.04

*TIME	AND FFF	STIMMADV.	*
**			FEES
			3080.00
		55.60	
W. HOGAN	320.00	.70	224.00
D. REYES	195.00	51.60	10062.00
J.N. POSLUSNY, JR.	375.00	53.70	20137.50
S.P. O'DONNELL	230.00	4.10	943.00
J.S. REYNOLDS	315.00	13.50	4252.50
TOTALS		184.80	67889.00
SPECIAL COPY			925.65
MISCELLANEOUS			2.00
COURIER SERVICE			31.50
DUPLICATING			1319.60
POSTAGE			24.86
TRAVEL & MEALS SUBJECT TO I.R.S.	LIMITATI	ONS ON	50.48



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SHAPES/ARCH HOLDINGS FILE NUMBER: 220718.000 INVOICE NO.: 587223

Apr 23, 2008 PAGE

LONG DISTANCE TELEPHONE FAX CHARGES FILING FEES/RJI

49.95 1789.00 5195.00

TRAVEL RELATED EXPENSES

20.00

EXPENSES INCURRED

\$9,408.04

GRAND TOTAL

\$77,297.04



1900 MARKET STREET PHILADELPHIA, PA 19103-3508 215.665.2000 800.523.2900 215.665.2013 FAX www.cozen.com EIN 23-1732832

Remittance Advice

PLEASE RETURN THIS COPY WITH YOUR CHECK TO ENSURE PROPER CREDIT

Invoice No: 587223 File/Matter No: 220718.000 Amount Due: 77,297.04

Please remit check payable to COZEN O'CONNOR to:

W1385

Cozen O'Connor P.O. Box 7777

Philadelphia, PA 19175-0775

Please send wire transfers to:

Account Name:

Cozen O'Connor Executive Account

Account No: Bank Name: Bank ABA No: 2953925 Mellon Bank 031000037

Bank Address:

1735 Market Street Philadelphia, PA 19103

Swift Code\*:

MELNUS3P

\* Only needed for international transfers.

Notification to Accounts Receivable Department at Cozen O'Connor, phila.AccountsReceivable@cozen.com of the wire transmittal is always greatly appreciated.



1900 MARKET STREET PHILADELPHIA, PA 19103-3508 215.665.2000 800.523.2900 215.665.2013 FAX www.cozen.com EIN 23-1732832

INVOICE NO.: 587223

INVOICE DATE: Apr 23, 2008

09273.0001.000 SHAPES/ARCH HOLDINGS 220718.000 SHAPES/ARCH HOLDINGS/BANKRUPTCY

DATE	ATTY	DESCRIPTION OF SERVICES			HOURS
DATE		DESCRIPTION OF SERVICES	CODE	HOURS	
		ASSET DISPOSTION			
03/21/08	JNP	CORRESPONDENCE FROM L. KOMKOV RE: INTEREST IN ASSET PURCHASE.	BKG102	0.10	
03/26/08	JNP	TELEPHONE CALL WITH I. PEARLMUTTER RE: INTEREST IN PURCHASING ASSETS.	BKG102	0.20	
TO	OTAL	ASSET DISPOSTION		0.30	\$112.50

Fees and costs are due upon receipt of bill

## COZEN O'CONNOR ATTORNEYS

#### A PROFESSIONAL CORPORATION

1900 MARKET STREET PHILADELPHIA, PA 19103-3508 215.665.2000 800.523.2900 215.665.2013 FAX www.cozen.com EIN 23-1732832

CHARRY ARCH HOLDINGS

SHAPES/ARCH H FILE NUMBER: INVOICE NO.:	220718.000	Apr	23,	2008	PAGE	
	BUSINESS OPERATIONS					
03/17/08 JNP	TELEPHONE CALL WITH P. SORENSEN RE: WAGE MOTION.		BKG1	.03	0.20	
03/17/08 MEF	MEMOS TO PECO RE: FILING ISSUES (3)		BKG1	.03	0.30	
03/19/08 JNP	DRAFT NOTICES OF DISCLOSURE STATEMENT HEARING AND CASE FILING.		BKG1	.03	1.60	
03/19/08 D R	WORK ON SERVICE OF UTILITY ORDER ON ALL UTILITY COMPANIES.		BKG1	.03	0.60	
03/19/08 MEF	TELEPHONE CONFERENCE WITH PECO RE: DEPOSIT MOTION		BKG1	.03	0.20	
03/20/08 MEF	BEGIN TO DRAFT CUSTOMER PROGRAMS MOTION		BKG1	.03	0.50	
03/20/08 MEF	MEMOS TO PECO RE: DEPOSIT ISSUE		BKG1	03	0.20	
03/20/08 JNP	READ/REPLY TO EMAIL FROM M. FELGER RE: UTILITY MOTION - PECO SETTLEMENT		BKG1	03	0.10	
03/20/08 JNP	REVIEW INSURANCE INFORMATION FROM D GOLLIN.		BKG1	03	0.20	
03/21/08 MEF	REVIEW AND REVISE CUSTOMER PRACTICES MOTION	s :	BKG1	03	0.50	
03/21/08 JNP	RESEARCH RE: PAYMENT OF COMMISSIONS AS PRIORITY.	:	BKG1	03	0.20	
03/21/08 JNP	TELEPHONE CALL WITH J. VENABLE RE: WINDOW DEPOT ISSUES.	;	BKG1	03	0.20	
03/21/08 JNP	EMAIL M. FELGER RE: WINDOW DEPOT ISSUE.	:	BKG1	03	0.10	

# COZEN O'CONNOR ATTORNEYS

#### A PROFESSIONAL CORPORATION

SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	220718.000	Apr	23,	2008	PAGE
03/21/08 JNP	TELEPHONE CALL WITH M. FELGER RE; WINDOW DEPOT ISSUES; ORDINARY COURS PROFESSIONALS.		BKGI	.03	0.40
03/25/08 JNP	DRAFT STIPULATION WITH PECO FOR SECURITY DEPOSIT.		BKG1	.03	1.30
03/25/08 JNP	TELEPHONE CALL WITH D. GOLLIN RE: INSURANCE ISSUES.		BKG1	.03	0.20
03/26/08 JNP	REVISE MOTION TO MAINTAIN CUSTOMER PRACTICES.		BKG1	.03	1.80
03/26/08 MEF	REVIEW AND REVISE PECO STIPULATION		BKG1	.03	0.30
03/26/08 JNP	EDIT STIPULATION WITH PECO FOR UTILITY DEPOSIT.		BKG1	.03	0.20
03/26/08 JNP	EMAILS FROM D. GOLLIN RE: WARRANTY PROGRAMS.		BKG1	.03	0.30
03/27/08 JNP	TELEPHONE CALL WITH D. GOLLIN RE: PROCEDURES AND PRACTICES MOTION; MOTION FOR PAYMENT OF COMMISSIONS.		BKG1	03	0.30
03/27/08 JNP	EMAIL FROM D. GOLLIN RE: UIU NOTICE TO EMPLOYEES.	3	BKG1	03	0.10
03/27/08 JNP	REVISE MOTION TO CONTINUE CUSTOMER PRACTICES.	;	BKG1	03	1.40
03/27/08 JNP	TELEPHONE CALL WITH P. MILLS RE: VALLEY NATIONAL GAS RECOVERY OF TANKS.	:	BKG1	03	0.10
03/27/08 JNP	EMAIL S. KLAR RE: SECURITY DEPOSIT WITH PSE&G.	]	BKG1	03	0.10



SHAPES/AFFILE NUMBER INVOICE 1	BER: 2:	20718.000	Apr 23, 2	008 P2	AGE 7
03/27/08	JNP	TELEPHONE CALL WITH P. LEWIS RE: ISSUES WITH UIU.	BKG10	3 0.20	
03/28/08	JNP	TELEPHONE CALL WITH M. FELGER RE: UIU ISSUES; WAGES MOTION.	BKG10	3 0.30	
03/28/08	JNP	EMAILS FROM D. GOLLIN RE: UIU ISSUE	ES. BKG10	3 0.20	
03/28/08	JNP	TELEPHONE CALL WITH D. GOLLIN RE: ISSUES WITH UIU.	BKG10	3 0.20	
03/28/08	SAB	TELEPHONE CALL WITH SGRABELL; REVIE E-MAILS	EW BKG10	3 0.30	
03/28/08	MEF	REVIEW AND REVISE CUSTOMER PRACTICE MOTION	S BKG10	3 0.80	
03/28/08	JNP	TELEPHONE CALL WITH B. STATTLER RE: FULLER CO. PROVIDING GOODS TO ACCU-WELD.	BKG10	3 0.10	
03/28/08	JNP	READ/REPLY TO EMAILS FROM D. GOLLIN RE: IP/TRADEMARK ISSUE WITH CALIFORNIA COMPANY.	BKG10	3 0.20	
03/28/08	JNP	REVIEW WAGE ORDER RE: UIU PAYMENTS.	BKG10	3 0.20	
03/28/08	JNP	EMAIL P. MILLS RE: VALLEY GAS PROPANE TANKS.	BKG10	3 0.10	
03/29/08	JNP	DRAFT CUSTOMER PRACTICES MOTION.	BKG10	3 1.20	· ·
03/31/08		REVIEW SIGNATURE OBJECTION TO DIP FINANCING.	BKG10	3 0.30	
03/31/08		REVIEW AND REVISE CUSTOMER PRACTICE MOTION	S BKG10	3 0.50	
TO	TAL BU	JSINESS OPERATIONS		16.00	\$6439.50



F	HAPES/AR ILE NUMB NVOICE N	ER: 2	20718.000	Apr	23,	2008	PAGE
		C.	ASE ADMINISTRATION				
03	3/16/08	JNP	EDIT, FILE AND SERVE FIRST DAY PLEADINGS PER FINAL COMMENTS/MEETIN WITH M. FELGER RE: FILING/PREPARATION OF DOCUMENTS FOR FILING	IG	BKG1	04	7.20
03	3/16/08	MEF	REVIEW AND REVISE FIRST DAY PLEADIN	īGS	BKG1	04	1.00
03	3/16/08 I	MEF	TELEPHONE CONFERENCE WITH P. PATTERSON RE: DIP FINANCING AND PLA ISSUES		BKG1	04	0.30
03	3/16/08 1	DR	COORDINATE SERVICE OF DIP MOTION AN APPLICATION FOR EXPEDITED CONSIDERATION ON PARTIES VIA FAX OR EMAIL.		BKG1	04	1.00
03	/16/08 1	MEF	OFFICE CONFERENCE WITH J. POSLUSNY RE: PLAN ISSUES AND FILING ISSUES/LOGISTICS	;	BKG1	04	0.70
03	/16/08 1	MEF	MEMOS TO PARTIES RE: FILING LOGISTI	CS 1	BKG1	04	0.30
03	/16/08 I	D R	CONTINUE WITH PREPARING/REVISING FIRST DAY MOTIONS, APPLICATION AND SCHEDULES; EFILING OF FIVE PETITION AND ALL RELATED MOTIONS/APPLICATION	s	BKG1	04	7.50
03	/16/08 N	MEF	TELEPHONE CONFERENCES WITH S. BLOCH RE: FILING LOGISTICS AND FINANCING ISSUES (3)	Ï	BKG1	04	0.40
03	/17/08 I	) R	PREPARE/AND UPLOAD CREDITORS (APPRO- 15,000) IN COURT'S ECF SYSTEM.	x i	BKG1	04	1.20
03	/17/08 [	OR	PREPARE CERTIFICATE OF SERVICE FOR FIRST DAY DOCUMENTS AND EFILING OF SAME.	I	3KG1	04	1.00



SHAPES/ARCH HO FILE NUMBER: 23 INVOICE NO.: 56	20718.000	Apr	23,	2008	PAGE	9
03/17/08 D R	PREPARE/SERVICE OF FIRST DAY DOCUMENTS VIA FACSIMILE, EMAIL OR OVERNIGHT MAIL ON REQUIRED PARTIES, CONSOLIDATED 30 LIST AND UTILITY COMPANIES. RESEARCH RE: SERVICE ADDRESS/FAX #S.		BKGI	L <b>04</b>	4.20	
03/17/08 JNP	TELEPHONE CALL WITH CHAMBERS RE: EXHIBITS WITH DIP LOAN ORDER.		BKG1	.04	0.10	
03/17/08 D R	PREPARE DOCUMENTS REQUESTED BY CHAMBERS AND PREPARE DOCUMENT BINDE FOR HEARINGS.		BKG1	.04	1.50	
03/17/08 JNP	TELEPHONE CALL WITH CHAMBERS RE: FIRST DAY HEARING.		BKG1	.04	0.20	
03/17/08 JNP	EMAIL M. FELGER RE: U.S. TRUSTEE POSITIONS ON FIRST DAY MOTIONS.		BKG1	.04	0.20	
03/17/08 JNP	TELEPHONE CALL WITH CHAMBERS RE: PLEADINGS BINDERS.		BKG1	.04	0.20	
03/17/08 JNP	REVIEW ORDER ON FIRST DAY HEARING; ARRANGE FOR SERVICE.		BKG1	.04	0.20	
03/17/08 JNP	TELEPHONE CALL WITH M. VISCOUNT RE: CASE BACKGROUND.		BKG1	.04	0.10	
03/17/08 JNP	TELEPHONE CALL WITH G. GALLIN RE: ISSUE WITH CUSTOMER.		BKG1	.04	0.10	
03/17/08 JNP	TELEPHONE CALL WITH COURT RE: FIRST DAY HEARING.	•	BKG1	.04	0.10	
03/17/08 JNP	TELEPHONE CALL WITH J. FIORELLA RE: CASE BACKGROUND.		BKG1	.04	0.20	
03/17/08 JNP	PREPARATION FOR FIRST DAY HEARINGS.		BKG1	.04	0.60	



SHAPES/AF FILE NUMB INVOICE N	BER: 22	20718.000	Apr	23,	2008	PAGE	10
03/17/08	JNP	TELEPHONE CALL WITH J. MYERS RE: CASE BACKGROUND.		BKG1	104	0.20	
03/17/08	MEF	TELEPHONE CONFERENCE CLIENT RE: FILING AND HEARING ISSUES		BKG1	104	0.30	
03/17/08	JNP	TELEPHONE CALL WITH P. D'AURIA RE: U.S. TRUSTEE POSITIONS ON FIRST DAY		BKG1	104	0.40	
03/17/08	JNP	TELEPHONE CALL WITH T. PETERSON RE: CASE BACKGROUND.		BKG1	.04	0.10	
03/18/08	MEF	TELEPHONE CONFERENCE WITH M. JACOBY RE: AMENDMENTS TO PLAN AND SCHEDULE AND SOFAS		BKG1	.04	0.30	
03/18/08	DR	PREPARE DOCUMENTS FOR HEARING ON FIRST DAY MOTIONS.		BKG1	104	0.30	
03/18/08	MEF	OFFICE CONFERENCE WITH J. POSLUSNY RE: SERVICE ISSUES		BKG1	104	0.30	
03/18/08	DR	TELEPHONE CALLS (X5) FROM PARTIES RE: RECEIPT OF CASE INFORMATION QUESTIONS ON HEARING/CLAIMS ISSUES.		BKG1	.04	0.60	
03/18/08	JNP	TELEPHONE CALL WITH COURT RE: HEARING SCHEDULE.		BKG1	.04	0.20	
03/18/08	D R	FOLLOW UP WITH ISSUES RE: SERVICE OF FIRST DAY DOCUMENTS ON REQUIRED PARTIES.	F	BKG1	.04	0.30	
03/18/08	JNP	EMAIL M. FELGER RE: COMMITTEE ISSUE	s.	BKG1	.04	0.10	
03/18/08	JNP	EMAIL FROM K. ARDELEAN RE: U.S. TRUSTEE INFORMATION REQUEST.		BKG1	.04	0.10	



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	20718.000	Apr	23,	2008	PAGE	11
03/19/08 MEF	TELEPHONE CONFERENCE WITH D. GOLLII (3) RE: CONTRACT, SETOFF, AND RECLAMATION ISSUES	N	BKG1	04	0.80	
03/19/08 D R	WORK ON NEWSPAPER NOTICE OF BAR DAY TO BE PUBLISHED IN THE WALL STREET JOURNAL, PHILLY INQUIRER AND COURT POST.		BKGI	.04	1.00	
03/19/08 D R	WORK ON FORM NOTICES TO BE SENT BY EPIQ TO CREDITORS.		BKG1	.04	0.30	
03/19/08 W H	CONFERENCE WITH J. POSLUSNY RE: TAXAPPEAL.	K	BKG1	.04	0.10	
03/19/08 MEF	TELEPHONE CONFERENCE WITH P. SORENSON RE: PECO AND STATUS		BKG1	.04	0.30	
03/19/08 JNP	TELEPHONE CALL WITH G. MARKS RE: CASE BACKGROUND.		BKG1	.04	0.10	
03/19/08 D R	CONTINUE WORKING ON PREPARING DOCUMENTS REQUESTED BY EPIQ FOR NOTICE TO ALL CREDITORS AND PARTIES IN INTEREST.		BKG1	.04	1.50	
03/19/08 MEF	REVIEW ORDERS AS ENTERED		BKG1	.04	0.20	
03/19/08 MEF	TELEPHONE CONFERENCES WITH J. POSLUSNY RE: NUMEROUS MATTERS (2)		BKG1	.04	0.30	
03/19/08 JNP	DRAFT RESPONSE TO RECLAMATION LETTERS.		BKG1	.04	0.20	
03/19/08 JNP	TELEPHONE CALL WITH COURT RE: POTENTIAL ISSUES WITH FIRST DAY ORDERS.		BKG1	.04	0.10	



SHAPES/AF FILE NUMB INVOICE N	BER: 22	20718.000	Apr	23,	2008	PAGE	12
03/19/08	JNP	TELEPHONE CALL FROM B. STRICKLAND AND EXCHANGE EMAILS RE: LIFE INSURANCE ISSUES.		BKG1	L <b>04</b>	0.10	
03/19/08	MEF	TELEPHONE CONFERENCE WITH S. BLOCH RE: CASE STATUS		BKG	L <b>04</b>	0.20	
03/19/08	MEF	MEMOS TO PARTIES RE: FORMATION MEETING (5)		BKG	104	0.30	
03/19/08	JNP	TELEPHONE CALL WITH J. O'NEILL RE: CASE BACKGROUND.		BKG	L04	0.20	
03/19/08	JNP	READ/REPLY TO EMAILS FROM POTENTIAL COMMITTEE REPS.	1	BKG	L04	0.30	
03/19/08	D R	PREPARE MASTER SERVICE LIST.		BKG	L0 <b>4</b>	0.50	
03/20/08	MEF	MEMOS TO D. REYES RE: CRITICAL DATE MEMO	s	BKGI	L0 <b>4</b>	0.30	
03/20/08	MEF	TELEPHONE CONFERENCE WITH D. GOLLIN RE: CONTRACTS AND CUSTOMER ISSUES	ſ	BKG1	L04	0.30	
03/20/08	MEF	MEMOS TO S. GRABELL RE: FORMATION MEETING, AND CUSTOMER AND OCP MOTIONS (3)		BKGI	.04	0.20	
03/20/08	MEF	REVIEW NOTICES AND MEMOS TO EPIQ RE 3/20 SERVICE (4)	:	BKG1	L04	0.30	
03/20/08	MEF	REVIEW AND FILE NOTICE OF BANKRUPTO	Y	BKG	104	0.20	
03/20/08	MEF	TELEPHONE CONFERENCES WITH J. POSLUSNY RE: PENDING MATTERS AND FORMATION OF 341 MEETINGS (2)		BKG1	104	0.20	
03/20/08	MEF	MEMOS TO D. GOLLIN RE: VARIOUS FIRS DAY ISSUES (4)	T	BKG:	104	0.30	



SHAPES/AR FILE NUMB INVOICE N	BER: 22	20718.000	Apr	23,	2008	PAGE	13
03/20/08	JNP	CORRESPONDENCE FROM AMERICAN IRON RE: RECLAMATION DEMAND.		BKG1	104	0.10	
03/20/08	JNP	READ/REPLY TO EMAIL FROM J. SPONDER RE: FORMATION MEETING.	₹	BKG1	104	0.10	
03/20/08	JNP	READ/REPLY TO EMAILS FROM EPIQ RE: NOTICES TO SEND.		BKG1	04	0.20	
03/20/08	D R	CONTINUE PREPARATION OF CRITICAL DATES MEMORANDUM.		BKG1	L <b>04</b>	0.50	
03/20/08	D R	COORDINATE SERVICE OF FIRST DAY ORDERS ON REQUIRED PARTIES.		BKG1	104	0.50	
03/20/08	D R	WORK WITH EPIQ RE: SERVICE OF DOCUMENTS, INCLUDING 341 NOTICE AND NOTICE OF DISCLOSURE STATEMENT.	)	BKGI	.04	1.00	
03/20/08	JNP	EXCHANGE EMAILS WITH EPIQ RE: 341 MEETING NOTICE, DISCLOSURE STATEMENT HEARING NOTICE.	1T	BKGI	.04	0.30	
03/20/08	JNP	TELEPHONE CALL WITH D. GOLLIN RE: INSURANCE CERTIFICATES TO U.S. TRUSTEE.		BKG1	104	0.10	
03/20/08	JNP	MEETING WITH D. REYES RE: SERVICE ISSUES; CASE DEADLINES; USE OF EPIC	2.	BKG1	L <b>04</b>	0.20	
03/20/08	JNP	REVIEW MASTER SERVICE LIST; EMAIL I REYES WITH ADDITIONS.	ο.	BKG1	L <b>04</b>	0.10	
03/21/08	D R	PREPARE AND EMAILING REQUESTED INFORMATION TO UNIONS.		BKGI	L <b>04</b>	0.30	
03/21/08	JNP	TELEPHONE CALL WITH D. PLATT RE: CASE INFORMATION.		BKG	L0 <b>4</b>	0.10	



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	20718.000	Apr	23,	2008	PAGE	14
03/21/08 MEF	TELEPHONE CONFERENCE WITH J. POSLUSNY RE: PENDING MATTERS		BKG	L0 <b>4</b>	0.30	
03/21/08 D R	FOLLOW UP WITH ISSUES ON NEWSPAPER NOTICES; EMAIL TO A. LEVINE WITH INSTRUCTIONS FOR PUBLICATION IN WASTREET JOURNAL AND PHILADELPHIA INQUIRER.		BKG1	104	0.50	
03/21/08 JNP	TELEPHONE CALL WITH S. KIMMELMAN RICASE BACKGROUND.	E:	BKG1	104	0.10	
03/21/08 D R	PREPARE/SCAN AND EMAILING OF US GUIDELINES TO M. JACOBY AT PHOENIX WITH INSTRUCTIONS FOR INITIAL REPOR AND SUBSEQUENT MONTHLY REPORTS/FEES	RT	BKG1	.04	0.50	
03/21/08 D R	CONTINUE DRAFTING MEMO RE: DATES/DEADLINES.		BKG1	04	0.50	
03/21/08 D R	RESPOND TO CALLS (X3) FROM CREDITOR RECEIVING NOTICE RE: FILING ISSUES		BKG1	.04	0.30	
03/21/08 JNP	CORRESPONDENCE FROM J. SPONDER RE: FORMATION MEETING NOTICE.		BKGI	.04	0.10	
03/21/08 JNP	TELEPHONE CALL WITH R. MARSHALL RECASE BACKGROUND.	:	BKG1	.04	0.20	
03/21/08 JNP	TELEPHONE CALL WITH COURT RE: NOTICES SENT BY EPIQ.		BKG1	.04	0.10	
03/21/08 JNP	READ/REPLY TO EMAILS FROM A. LEVIN AND EMAIL TO P. SORENSEN RE: PUBLICATION NOTICES.		BKG1	.04	0.20	
03/21/08 JNP	TELEPHONE CALL WITH J. SCHWARTZ RECASE BACKGROUND.	:	BKG1	.04	0.20	



SHAPES/ARCH FILE NUMBER: INVOICE NO.:	220718.000	Apr	23,	2008	PAGE	15
03/21/08 MEF	MEMO TO PHOENIX RE: SOFAS		BKG:	104	0.20	
03/21/08 D R	PREPARE NOTICE OF APPLICATION TO APPOINT PROFESSIONALS. COORDINATE WITH EPIQ ON SERVICE OF RETENTION APPLICATIONS ON MASTER SERVICE LISTAND ALL SECURED CREDITORS.		BKG:	104	1,60	
03/24/08 MEF	CONFERENCE CALL WITH D. GOLLIN AND ULTRA MANAGEMENT RE: ULTRA CUSTOMER/VENDOR ISSUES		BKG:	L04	0.80	
03/24/08 D R	PREPARE/EMAILING REQUESTED DOCUMENT TO D. GOLIN.	rs	BKG	104	0.20	
03/24/08 D R	TELEPHONE CALLS (X10) FROM PARTIES RECEIVING NOTICES (RE: CLAIMS AND DISCLOSURE STATEMENT HEARING).		BKG	104	0.80	
03/24/08 JNP	TELEPHONE CALL WITH A. SODONO RE: CASE BACKGROUND.		BKG	L04	0.20	
03/24/08 MEF	TELEPHONE CONFERENCE WITH D. GOLLIN RE: NUMEROUS TRANSITION ISSUES	1	BKG	104	0.70	
03/24/08 D R	FOLLOW UP RE: STATUS OF NEWSPAPER NOTICES; CONTACT PAUL SORENSON RE: NOTICE.		BKG	104	0.20	
03/24/08 MEF	MEMO TO D. GOLLIN RE: CUSTOMER/CONTRACT ISSUES		BKG	104	0.30	
03/24/08 MEF	MEMO TO SHAPIRO RE: ULTRA ISSUES AN EPA ISSUES	1D	BKG	L0 <b>4</b>	0.20	
03/24/08 MEF	REVIEW DOCKET AND VARIOUS NOTICES		BKG	L04	0.20	



SHAPES/AI FILE NUMI INVOICE I	BER: 22	20718.000	Apr	23,	2008	PAGE	16
03/24/08	ж н	CONFERENCE WITH J. POSLUSNY RE: COUNTY TAX BOARD DEADLINE AND PROSPECTIVE ATTORNEYS/APPRAISERS.		BKG1	104	0.20	
03/25/08	JNP	DRAFT VOICE MAIL MESSAGE FOR CALLS FOR CASE INFORMATION.		BKG1	L0 <b>4</b>	0.80	
03/25/08	JNP	TELEPHONE CALL WITH M. FELGER RE: ORDINARY COURSE PROFESSIONALS; U.S. TRUSTEE DOCUMENT REQUEST.		BKG1	L04	0.40	
03/25/08	MEF	MEMO TO U.S. TRUSTEE RE: OPERATING AGREEMENT		BKGI	104	0.30	
03/25/08	MEF	TELEPHONE CONFERENCE WITH J. POSLUSNY RE: PENDING MATTERS		BKG1	L <b>04</b>	0.30	
03/25/08	MEF	TELEPHONE CONFERENCE WITH W. BORGES RE: PENDING LITIGATION	5	BKG1	L04	0.20	
03/25/08	MEF	MEMOS TO J. SHAPIRO RE: LITIGATION ANALYSIS AND PENDING MATTERS		BKGI	104	0.20	
03/26/08	D R	FOLLOW UP WITH UTILITY ISSUES RE: RESPONSES RECEIVED.		BKGI	104	0.40	
03/26/08	D R	PREPARE CERTIFICATE OF SERVICE RE: SERVICE OF FIRST DAY ORDERS ON REQUIRED PARTIES AND SERVICE OF UTILITY ORDER ON UTILITY COMPANIES.		BKG1	104	0.90	
03/26/08		PREPARATION OF CORE SERVICE LIST AN MASTER SERVICE LIST.	ID	BKG1	104	1.30	
03/26/08		UPDATE SERVICE LIST RE: ATTORNEY APPEARANCES AND ADVISE EPIQ RE: SAM		BKG1	104	0.80	



SHAPES/AI FILE NUMI INVOICE 1	BER: 2	20718.000	Apr	23,	2008	PAGE	17
03/26/08	MEF	CONFERENCE CALL WITH BLANK ROME, ULTRA MANAGEMENT, GRABELL AND GOLLI RE: ULTRA/CHINA ISSUES	:N	BKGI	L04	0.70	
03/26/08	JNP	EMAIL FROM M. JACOBY RE: REVISIONS TO SCHEDULES AND SOFAS.		BKG	104	0.20	
03/26/08	JNP	REVIEW INSURANCE CERTIFICATES AND EMAIL U.S. TRUSTEE RE: SAME,		BKG	104	0.10	
03/26/08	D R	PREPARE AGENDA FOR APRIL 3, 2008 HEARING.		BKG	104	0.80	
03/26/08	MEF	REVIEW AND REVISE CRITICAL DATES ME	MO	BKG1	L04	0.10	
03/26/08	MEF	TELEPHONE CONFERENCE WITH P. SORENSON AND M. JACOBY RE: SCHEDULE ISSUES	s	BKG1	L04	0.30	
03/26/08	MEF	MEMO TO D. GOLLIN RE: EMPLOYEE COMMUNICATION RE: BAR DATE		BKG1	L0 <b>4</b>	0.40	
03/26/08	MEF	TELEPHONE CONFERENCE WITH D. GOLLIN RE: CLAIM AND OPERATIONAL ISSUES	Г	BKG	104	0.30	
03/26/08	MEF	REVISE LETTER TO U.S. TRUSTEE RE: OPERATING AGREEMENT		BKG	L04	0.20	
03/26/08	D R	FOLLOW UP WITH ISSUES OF SERVICE ON CERTAIN ULTRA CREDITORS.	Γ	BKG	L0 <b>4</b>	0.20	
03/26/08	DR	PREPARE/EFILING OF CERTIFICATES OF SERVICE RECEIVED FROM EPIQ RE: SERVING OF BAR DATE AND DISCLOSURE STATEMENT NOTICE.		BKG	L <b>04</b>	0.30	
03/27/08	MEF	MEMOS TO FILE RE: INITIAL CLIENT/DEBTORS INTERVIEW		BKG	L04	0.10	



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	SHAPES/AI FILE NUMI INVOICE I	BER: 2	20718.000	Apr	23,	2008	PAGE	18
	03/27/08	MEF	MEMOS TO PARTIES RE: 3/18 HEARING TRANSCRIPT (4)		BKG1	-04	0.20	
	03/27/08	MEF	MEMOS TO J. POSLUSNY AND CLIENT REUNION ISSUES (3)	•	BKG1	.04	0.30	
	03/27/08	MEF	MEMO TO CLIENT RE: CRITICAL DATES MEMO		BKG1	.04	0.20	
	03/27/08	D R	REVISE AGENDA FOR APRIL 3 HEARING.		BKG1	.04	0.30	
	03/27/08	D R	CONTACT COURT AND TRANSCRIBER RE: TRANSCRIPT REQUEST OF FIRST DAY HEARING; PREPARE/FAX REQUEST.		BKG1	.04	0.40	
	03/27/08	D R	TELEPHONE CALLS TO/FROM HESS CORPORATION RE: SERVICE AND CONTACT INFORMATION.		BKG1	.04	0.20	•
	03/27/08	D R	FOLLOW WITH RETURNED NOTICES; ATTEMPT TO LOCATE CORRECT SERVICE ADDRESSES.		BKG1	.04	0.50	
	03/27/08	JNP	EXCHANGE EMAILS WITH U.S. TRUSTEE RE: INITIAL DEBTOR INTERVIEW; EMAIL CLIENT RE: SAME.		BKG1	04	0.20	
	03/27/08	JNP	TELEPHONE CALL WITH P. SORENSEN RE: INFORMATION FOR IDI.		BKG1	04	0.10	
	03/27/08		RESEARCH TO OBTAIN PROPER SERVICE ADDRESS FOR RETURN NOTICE SENT TO UTILITY COMPANIES.		BKG1	04	0.30	
٠	03/27/08	DR	PREPARE ATTORNEY DISCLOSURE STATEMENT AND EMAILING OF SAME.		BKG1	04	0.50	

Fees and costs are due upon receipt of bill



SHAPES/ARCH HEFILE NUMBER: INVOICE NO.:	220718.000	Apr	23,	2008	PAGE	1
03/27/08 D R	RETURN CALLS (X14) TO PARTIES LEAVING MESSAGES RE: SHAPES FILING/CLAIMS PROCEDURES.		BKG1	.04	1.10	
03/27/08 D R	WORK ON CRITICAL DATES MEMO.		BKG1	.04	0.50	
03/27/08 D R	PREPARE NOTICE OF MOTION AND ORDER FOR MOTION TO EMPLOY ORDINARY COURS PROFESSIONALS.		BKG1	.04	1.00	
03/28/08 MEF	MEMOS TO S. GRABELL RE: COMMITTEE MEETING (3)		BKG1	.04	0.20	
03/28/08 JNP	TELEPHONE CALL WITH M. SCHWARTZ RE: CASE BACKGROUND.		BKG1	.04	0.10	
03/28/08 MEF	TELEPHONE CONFERENCE WITH INTERESTE PARTIES RE: CASE STATUS	D	BKG1	.04	0.40	
03/28/08 MEF	MEMOS TO J. POSLUSNY RE: UTILITIES MOTION, CUSTOMER PRACTICES MOTION AND OCP MOTION		BKG1	04	0.30	
03/28/08 MEF	TELEPHONE CONFERENCES WITH D. GOLLI (2) RE CLAIM AND CONTRACT ISSUES	N	BKG1	04	0.30	
03/28/08 MEF	TELEPHONE CONFERENCE WITH G. SCHARMETT RE: CASE STATUS		BKG1	04	0.20	
03/28/08 MEF	MEMOS TO J. SHAPIRO RE: OCP PROFESSIONAL MOTION, UNION ISSUES AND PENDING MATTERS		BKG1	04	0.30	
03/28/08 MEF	TELEPHONE CONFERENCE WITH J. SHAPIR RE COMMITTEE AND PROFESSIONALS RETENTION ISSUES	.0	BKG1	04	0.30	
03/28/08 MEF	MEMOS TO D. GOLLIN RE: UNION ISSUES	;	BKG1	04	0,20	



SHAPES/ARCH FILE NUMBER: INVOICE NO.:	220718.000	Apr	23,	2008	PAG	SE 20	
03/31/08 MEF	MEMOS TO J. SHAPIRO RE: FORMATION MEETING AND DIP OBJECTIONS		BKG:	104	0.20		
03/31/08 D R	PREPARE AND EFILING OF CERTIFICATE OF SERVICE OF MOTION TO RETAIN ORDINARY COURSE PROFESSIONALS AND SUPPLEMENTAL CERTIFICATE OF SERVICE OF EPIQ.		BKG:	104	0.50		
03/31/08 D R	RETURN CALLS (X8) TO CREDITORS INQUIRING AS TO CASE FILING ISSUES	•	BKG:	104	0.50		
03/31/08 MEF	REVIEW AND REVISE AGENDA NOTICE		BKG:	104	0.20		
03/31/08 D R	PREPARE AND FORWARD TO REQUESTING PARTIES FILED PLAN/DISCLOSURE STATEMENT AND DIP ORDERS.		BKG:	104	0.20		
03/31/08 MEF	MEMOS TO COMMITTEE PROFESSIONALS RETENTION AND CONFERENCE CALL (4)	E:	BKG:	104	0.30		
03/31/08 D R	UPDATE MASTER SERVICE LIST, AGENDA FOR APRIL 3 HEARING AND CALENDAR.		BKG:	104	0,50		
03/31/08 MEF	TELEPHONE CONFERENCE WITH D. GOLLI RE: UNION ISSUES	N	BKG:	104	0.40		
03/31/08 D R	RESEARCH ADDRESS FOR RETURNED MAILINGS OF FIRST DAY PLEADINGS.		BKG:	104	0.20		
TOTAL	CASE ADMINISTRATION				72.30	\$22635.0	0



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SHAPES/ARCH H FILE NUMBER: INVOICE NO.:	220718.000	Apr	23,	2008	PAGE	21
	CLAIMS ADMINISTRATION AND OBJECTIONS					
03/17/08 JNP	TELEPHONE CALL WITH J. SLEDMERE RE: EXCO CLAIM AND FIRST DAY MOTIONS.		BKG1	.05	0.20	
03/18/08 JNP	CORRESPONDENCE FROM J. SLEDMERE RE: EXCO CLAIM AND BANKRUPTCY TERMS OF PAYMENT.		BKG1	.05	0.10	
03/18/08 JNP	TELEPHONE CALL WITH D. MCELHINNEY RE: SERVICE OF BAR DATE NOTICE AND DISCLOSURE STATEMENT HEARING NOTICE.		BKG1	.05	0.30	
03/18/08 D R	FOLLOW UP WITH EQIP AND PREPARE INFORMATION REQUESTED RE: NOTICE TO PARTIES.		BKG1	.05	0.30	
03/18/08 JNP	MEETING WITH M. FELGER RE: BAR DATE AND DISCLOSURE STATEMENT HEARING AND NOTICE ISSUES.		BKG1	.05	0.40	
03/18/08 JNP	REVIEW PROPOSED NOTICES FROM D. MCELHINNEY.		BKG1	05	0.20	
03/18/08 JNP	TELEPHONE CALL WITH D. GOLLIN RE: ISSUES WITH CREDITORS.		BKG1	05	0.30	
03/18/08 JNP	EDIT NOTICE OF BAR DATE AND SEND TO D. MCELHINNEY.	:	BKG1	05	0.20	
03/18/08 JNP	EMAIL D. REYES RE: PUBLICATION NOTICE.		BKG1	05	0.10	
03/18/08 D R	WORK ON PREPARING INFORMATION FOR US TRUSTEE RE: NOTICE TO TOP 20 CREDITORS FOR EACH CASE.	;	BKG1	05	0.40	
03/19/08 JNP	EMAIL FROM M. FELGER RE: RECLAMATION LETTERS.	f 1	BKG1	05	0.10	

Fees and costs are due upon receipt of bill



SHAPES/ARCH FILE NUMBER: INVOICE NO.:	220718.000	pr	23,	2008	PAGE	22
03/19/08 MEF	DRAFT RECLAMATION RESPONSE LETTER AND SUGGESTIONS OF BANKRUPTCY		BKG1	L05	0.60	
03/19/08 JNP	CORRESPONDENCE FROM STAUFFER GLOVE RE: RECLAMATION DEMAND.		BKG1	.05	0.10	
03/19/08 D R	WORK ON FAX/EMAIL LIST OF 20 LARGEST CREDITORS FOR EACH COMPANY FOR SENDING TO US TRUSTEE.	•	BKG1	.05	1.20	
03/19/08 D R	FOLLOW UP WITH ISSUES RELATED TO DEMANDS FOR RECLAMATION.		BKG1	.05	0.40	
03/19/08 JNP	TELEPHONE CALL WITH M. FELGER RE: RECLAMATION ISSUES; NOTICE OF BAR DATE.		BKG1	.05	0.40	
03/19/08 JNP	REVIEW REVISED PROOF OF CLAIM FORM FROM EPIQ.		BKG1	.05	0.10	
03/19/08 JNP	REVIEW RECLAMATION LETTER FROM AIRGAS.		BKG1	.05	0.10	
03/19/08 JNP	TELEPHONE CALL WITH D. GOLLIN RE: RECLAMATION CLAIMS; CUSTOMER RETURNS		BKG1	.05	0.20	
03/19/08 JNP	CORRESPONDENCE FROM ALCOA RE: RECLAMATION DEMAND.		BKG1	.05	0.10	
03/19/08 JNP	EMAILS TO J. SPONDER RE: COMMITTEE FORMATION AND 341 HEARING.		BKG1	.05	0.10	
03/20/08 JNP	EMAILS FROM D. GOLLIN AND M. FELGER RE: ISSUES WITH CHINESE SUPPLIERS.		BKG1	.05	0.20	
03/20/08 JNP	DRAFT CORRESPONDENCE IN RESPONSE TO RECLAMATION CLAIMS.		BKG1	.05	0.60	



SHAPES/AI FILE NUMI INVOICE I	BER: 2	20718.000	Apr	23,	2008	PAGE	23
03/20/08	JNP	REVIEW MOTION INDUSTRIES RECLAMATION LETTER.	1	BKG1	.05	0.10	
03/24/08	JNP	READ/REPLY TO CORRESPONDENCE FROM S. SCARINCI RE: RUSAL RECLAMATION.	•	BKG1	.05	0.20	
03/24/08	JNP	TELEPHONE CALL WITH D. GOLLIN RE: RECLAMATION CLAIMS.		BKG1	.05	0.20	
03/24/08	JNP	READ/REPLY TO EMAIL FROM EPIQ RE: BAR DATE NOTICE.		BKG1	.05	0.10	
03/25/08	JNP	TELEPHONE CALL WITH D. GOLLIN RE: ISSUES WITH JOHN STEER CO.		BKG1	.05	0.20	
03/25/08	JNP	READ/REPLY TO EMAIL FROM JOHN STEER CO. RE: PROOF OF CLAIM AND COMMITTEE		BKG1	.05	0.10	
03/25/08	JNP	READ/REPLY TO PPG RECLAMATION DEMAND	). I	BKG1	.05	0.20	
03/25/08	JNP	REVIEW FINAL PROOFS FOR BAR DATE NOTICE.	•	BKG1	.05	0.30	
03/25/08	JNP	TELEPHONE CALL WITH D. WHITTEY RE: DAN JOHN MARINE CLAIM.		BKG1	.05	0.10	
03/25/08	JNP	TELEPHONE CALL WITH S. WEISS RE: SUMMIT RECLAMATION CLAIM.		BKG1	.05	0.10	
03/25/08	JNP	RESEARCH RE: RECLAMATION RIGHTS.	:	BKG1	.05	0.30	
03/25/08	JNP	READ/REPLY TO RECLAMATION LETTER OF ALUMET.	:	BKG1	05	0.20	
03/26/08	JNP	CORRESPONDENCE FROM C. TUTTEN RE: BREAK DOWN OF ALCOA CLAIM.		BKG1	.05	0.10	
03/26/08	JNP	READ/REPLY TO EMAIL FROM CLERK'S OFFICE RE: PROCEDURES WITH EPIQ.	;	BKG1	05	0.10	



SHAPES/ARCH HOR FILE NUMBER: 2: INVOICE NO.: 58	20718.000	Apr	23,	2008	PAGE	24
03/26/08 JNP	EMAIL EPIQ RE: CLAIMS ISSUES WITH CLERK'S OFFICE.		BKG1	.05	0.10	
03/26/08 JNP	TELEPHONE CALL WITH CLERK'S OFFICE RE: HANDLING CLAIMS WITH EPIQ.		BKG1	.05	0.20	
03/27/08 JNP	TELEPHONE CALL WITH G. COLLINS RE: CASE INFORMATION; POTENTIAL RECOVER ON HIS CLAIM.		BKG1	.05	0.30	
03/28/08 MEF	REVIEW COMMISSIONS SCHEDULES		BKG1	.05	0.20	
TOTAL CI	LAIMS ADMINISTRATION AND OBJECTIONS				9.80	\$3381.00



SHAPES/ARCH FILE NUMBER: INVOICE NO.:	220718.000	Apr	23,	2008	PAGE	25
	FEE/EMPLOYMENT APPLICATIONS					
03/19/08 D R	PREPARE/EFILING OF CERTIFICATION OF SERVICE/COMPLIANCE RE: APPLICATIONS TO RETAIN PROFESSIONALS.		BKG	107	0.30	
03/20/08 JNP	DRAFT 2016 STATEMENT.		BKG	107	0.20	
03/21/08 MEF	REVIEW AND REVISE NOTICE OF RETENTION APPLICATION		BKG:	107	0.20	
03/21/08 MEF	REVIEW NEW JERSEY LOCAL RULE AND RULE 6003		BKG	107	0.30	
03/21/08 MEF	MEMOS TO PROFESSIONALS RE: RULE 600 ISSUES (4)	3	BKG	107	0.30	
03/21/08 D R	WORK ON MOTION TO RETAIN, EMPLOY AND COMPENSATION ORDINARY COURSE PROFESSIONALS.	D	BKG:	107	2.50	
03/21/08 MEF	MEMO TO U.S. TRUSTEE RE PREFERENCE ANALYSIS		BKG:	107	0.70	
03/21/08 JNP	EDIT NOTICE OF RETENTION APPLICATIONS.		BKG	107	0.20	
03/24/08 D R	PREPARATION OF MOTION TO EMPLOYEE PROFESSIONALS IN THE ORDINARY COURS:	Ε.	BKG:	107	1.20	
03/24/08 JNP	EDIT ORDINARY COURSE PROFESSIONAL MOTION DRAFTED BY D. REYES.		BKG:	107	0.60	
03/24/08 JNP	READ/REPLY TO EMAIL FROM J. SPONDER RE: CO RETENTION ISSUES.		BKG:	107	0.10	
03/25/08 JNP	TELEPHONE CALL WITH D. GOLLIN RE:		BKG	107	0.20	



SHAPES/ARCH HOL FILE NUMBER: 22 INVOICE NO.: 58	0718.000	Apr 23, 2008	B PAGE	26
	CONTINUE EDITING MOTION FOR ORDINA COURSE PROFESSIONALS.	ARY BKG107	1.40	
	TELEPHONE CALL WITH D. GOLLIN RE: ORDINARY COUSE PROFESSIONALS; EMAI CLIENT RE: SAME.		0.20	
	CONFERENCE WITH J. POSLUSNY RE: ATTORNEY DISCLOSURE STATEMENT.	BKG107	0.10	
	DRAFT ORDINARY COURSE PROFESSIONAL MOTION.	BKG107	1.30	
03/27/08 MEF	REVISE OCP MOTION	BKG107	0.20	
,	TELEPHONE CALL WITH M. FELGER RE: COMMENTS TO ORDINARY COURSE PROFESSIONAL MOTION.	BKG107	0.30	
	EDIT ORDINARY COURSE PROFESSIONAL MOTION PER COMMENTS FROM M. FELGER		0.40	
03/28/08 MEF	REVISE 2016 AFFIDAVIT	BKG107	0.30	
	REVIEW CHANGES TO R. 1016 STATEMEN FOR FILING.	T BKG107	0.20	
03/31/08 MEF	REVIEW AND REVISE 2016 AFFIDAVIT	BKG107	0.20	
03/31/08 D R	REVISE ATTORNEY DISCLOSURE STATEME	ENT. BKG107	0.60	
	TELEPHONE CALL WITH D. REYES AND READ/REPLY TO EMAILS FROM D. REYES RE: ORDINARY COURSE PROFESSIONALS MOTION.	BKG107	0.20	
TOTAL FE	E/EMPLOYMENT APPLICATIONS		12.20	\$4059.00



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	20718.000	Apr	23,	2008	PAGE	27
F	INANCING					
03/16/08 JSR	RECEIPT AND REVIEW OF REVISED FINANCING AGREEEMENT.		BKG	109	0.40	
03/16/08 SPO	MEETING WITH BRIAN MCTEAR AT BLANK ROME TO EXCHANGE SIGNATURE PAGES.		BKG	L09	1.40	
03/16/08 JSR	RECEIPT AND REVIEW OF REVISED EXHIBITS TO FINANCING ORDER.		BKG	109	0.20	
03/16/08 JSR	RECEIPT AND REVIEW OF REVISED ENVIRONMENTAL INDEMNIFICATION AGREEMENT.		BKG	109	0.60	
03/16/08 JSR	RECEIPT AND REIVEW OF INTERIM FINANCING ORDER.		BKG	L09	0.30	
03/16/08 SPO	REVISE CLOSING DOCUMENTS TO REFLECT CORRECT CLOSING DATE.	r	BKG	109	1.00	
03/16/08 JSR	PREPARE FOR CLOSING.		BKG	109	1.50	
03/16/08 MEF	REVIEW FINAL REVISION OF DIP FINANCING AGREEMENT AND ORDER		BKG	109	0.50	
03/16/08 MEF	MEMOS TO PARTIES RE: DIP FINANCING ORDER (15)		BKG	L09	0.80	
03/16/08 MEF	TELEPHONE CONFERENCES WITH M. JACOB RE: DIP FINANCING AND FIRST DAY HEARING ISSUES (2)	вұ	BKG	109	0.40	
03/16/08 MEF	REVIEW AND REVISE DIP FINANCING ORDERS		BKG:	109	1.00	
03/16/08 MEF	REVIEW DIP FINANCING BUDGET		BKG:	109	0.30	



SHAPES/AF FILE NUMB INVOICE N	BER: 2:	20718.000	Apr	23,	2008	PAGE	28
03/16/08	MEF	TELEPHONE CONFERENCE WITH J. SHAPIF RE: PLAN ISSUES AND DIP FINANCING ISSUES (2)	80	BKG	109	0.40	
03/17/08	JNP	EXCHANGE EMAILS WITH J. REYNOLDS RESCHEDULES FOR DIP AGREEMENT.	G:	BKG1	.09	0.20	
03/17/08	MEF	CONFERENCE CALL WITH COUNSEL FOR LENDER RE: HEARING ISSUES AND PRESENTATION		BKG1	.09	1.80	
03/17/08	JNP	REVIEW SCHEDULES FOR DIP AGREEMENT.		BKG1	.09	1.40	
03/17/08	MEF	REVIEW REVISED 13 WEEK CASH FLOW MODEL		BKG1	.09	0.30	
03/17/08	JNP	TELEPHONE CALL WITH V. COLLISTRA REBUDGET.	ß :	BKG1	.09	0.10	
03/17/08	SPO	ORGANIZE SIGNATURE PAGES AND SEND SAME TO CLIENT.		BKG1	.09	0.90	
03/17/08	JNP	CONFERENCE CALL WITH CIT AND VERSA RE: DIP BUDGET AND FIRST DAYS.		BKG1	.09	1.30	
03/17/08	MEF	REVIEW REVISED DIP FINANCING ORDERS	3	BKG1	.09	0.50	
03/17/08	JSR	RECEIPT AND REVIEW OF REVISED ENVIRONMENTAL INDEMNIFICATION AGREEMENT.		BKG1	.09	0.20	
03/17/08	JSR	CONFERENCE WITH CLIENT REGARDING SIGNATURE PAGES.		BKG1	.09	0.20	
03/17/08	JSR	REVISION TO MEMBERSHIP CERTIFICATES	3.	BKG1	.09	0.10	



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	20718,000	Apr	23,	2008	PAGE	29
03/17/08 JSR	COMPARISON OF NUMBERS PREPARED BY PHOENIX FOR BANKRUPTCY SCHEDULES AS SCHEDULES FOR LOAN AGREEMENTS AND REVISION OF SCHEDULES.		BKG	109	2.20	
03/17/08 JSR	CONFERENCE WITH M. FELGER REGARDING SCHEDULES.	G	BKG1	109	0.30	
03/17/08 JSR	NEGOTIATION WITH C. ROSENBLEETH REGARDING CIT FACILITY FEE LETTER.		BKG1	109	0.40	
03/17/08 JSR	REVIEW EXHIBITS B TO REVOLVING CREDIT AGREEMENT, ASSIGNMENT AND TRANSFER AGREEMENT.		BKG1	109	0.30	
03/17/08 JSR	RECEIPT AND REVIEW OF FINAL VERSION TO ALL ANCILLARY DOCUMENTS TO CIT CREDIT FACILITY.	7	BKG1	109	0.50	
03/17/08 SAB	REVIEW DIP FACILITY LETTER		BKG	109	0.20	
03/17/08 SAB	TELEPHONE CALL WITH CLIENT REGARDING	1G	BKG1	.09	0.40	
03/17/08 SAB	REVIEW CLOSING DOUCMENTS FOR FINANCING		BKG1	.09	0.50	
03/17/08 SAB	CONFERENCE WITH JSCHERER REGARDING FINANCING AGREEMENT AND CLOSING		BKG1	.09	0.10	
03/17/08 SAB	REVIEW MATTERS RELATING TO SCHEDULE TO FINANCING AGREEMENT	ES	BKG1	.09	0.50	
03/17/08 SAB	REVIEW AND RESPOND TO E-MAILS REGARDING FINANCING AGREEMENT		BKG1	.09	0.50	
03/17/08 SAB	E-MAILS REGARDING SIGNATURES TO FINANCING AGREEMENTS (10X)		BKG1	.09	0.60	



SHAPES/ARCH H FILE NUMBER: INVOICE NO.:	220718.000	pr	23,	2008	PAGE	30
03/17/08 JSR	CONFERENCE WITH S. TROODLER REGARDING SCHEDULES TO FINANCING AGREEMENT.		BKG1	.09	0.30	
03/18/08 JSR	TELEPHONE CONFERENCE WITH CLIENT RE: FINANCING		BKG1	.09	0.30	
03/18/08 JSR	OBTAINING INFORMATION FOR RECURRING ADVANCE LETTER.		BKG1	.09	0.20	
03/18/08 JSR	CONFIRM ALL SIGNATURE PAGES OF PARTIES.		BKG1	.09	1.00	
03/18/08 JSR	REVISIONS TO SIGNATURE PAGES, DISTRIBUTION OF SAME.		BKG1	.09	0.20	
03/18/08 JSR	RECEIPT AND REVIEW OF ORGANIZATIONAL DOCUMENTS FOR LOAN.	İ	BKG1	.09	0.30	
03/18/08 SAB	LETTER TO ARCUS FOR GRABELL SIGNATURE.		BKG1	.09	0.70	
03/18/08 SAB	TELEPHONE CALL WITH GRABELL REGARDING LOAN DOCUMENT SIGNING.		BKG1	.09	0.20	
03/18/08 SAB	REVIEW CERTIFICATES FOR CLOSING		BKG1	.09	0.40	
03/18/08 SAB	REVIEW MATTERS RELATING TO CLOSING OF FINANCING		BKG1	.09	0.90	
03/18/08 JSR	REVIEW AND RECEIPT OF BANK'S EXIT FACILITY COMMITMENT LETTER.		BKG1	.09	0.30	
03/18/08 JSR	RECEIPT AND REVIEW OF REVISED INTERCREDITOR AGREEMENT AND SIGNATURE PAGES.		BKG1	.09	0.30	
03/18/08 JSR	RECEIPT AND REVIEW OF FINAL TERM LOAN DOCUMENTS.		BKG1	.09	0.40	



SHAPES/ARCH FILE NUMBER: INVOICE NO.:	220718.000	Apr	23,	2008	PAGE	31
03/18/08 JSF	REVIEW AND RECEIPT OF CIT SIGNATURE PAGES TO MORTGAGE SUBORDINATION DOCUMENTS.	E	BKG	109	0.50	
03/18/08 D F	WORK ON CHANGES/FINALIZING TWO DIP ORDERS AND FORWARDING OF SAME TO CHAMBERS.		BKG1	109	0.80	
03/18/08 D F	PREPARE ORIGINAL SIGNATURES ON LOAN DOCUMENTS AND EMAILING OF SAME TO JREYNOLDS.		BKG1	109	1.10	
03/18/08 D F	FOLLOW UP WITH ISSUES ON FINALIZED DIP ORDERS AND EXHIBITS; CONTACT COUNSEL RE: EXHIBITS TO ORDERS FOR SUBMITTING TO CHAMBERS; PREPARE ORDERS FOR CHAMBERS.		BKG1	109	0.30	
03/18/08 D F	PREPARE/EFILING OF EXHIBIT TO DIP MOTION.		BKG1	109	0.20	
03/18/08 JNE	PREPARATION FOR DIP FINANCING HEARING AND OTHER FIRST DAYS.		BKGI	.09	1.80	
03/19/08 MEF	REVIEW LOAN CLOSING DOCUMENTS		BKG1	.09	0.20	
03/19/08 MEF	TELEPHONE CONFERENCE WITH P. PATTERSON RE: DIP ORDERS		BKG1	.09	0.10	
03/19/08 JSR	CONFERENCE AND NEGOTIATION WITH S. TROODLER REGARDING FEES DISBURSED.		BKGI	.09	0.30	
03/19/08 JŞR	REVIEW OF SCHEDULE OF ALL ARCUS TER LOAN DOCUMENTS.	M	BKG1	.09	0.30	
03/19/08 JSR	MULTIPLE TELEPHONE CALLS TO CLIENT REGARDING CONFIRMATION OF FEES IN DISBURSEMENT LETTER.		BKG1	.09	0.30	



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	20718.000	Apr	23,	2008	PAGE	32
03/19/08 JSR	RECEIPT AND REVIEW OF UPDATED DISBURSEMENT AUTHORIZATION LETTER WITH DISBURSEMENT INFORMATION ATTACHED.		BKG	109	0.50	
03/19/08 JSR	CONFIRMATION OF FEES WITH BUDGET, LOAN AGREEMENT AND CASH FLOW MODEL		BKG	109	0.20	
03/19/08 JSR	AUTHORIZATION TO ATTACH SIGNATURE PAGES TO DISBURSEMENT LETTER AND RELEASE OF ALL SIGNATURE PAGES FROESCROW.	М	BKG:	109	0.20	
03/19/08 SAB	ISSUES RELATING TO DISBURSEMENT OF DIP LOAN		BKG	109	0.30	
03/19/08 JSR	CONFER WITH CLIENT REGARDING FUNDI STATUS.	NG	BKG	109	0.20	
03/20/08 JSR	REVIEW ORIGINAL SIGNATURE PAGES OF CLIENT FROM CHERRY HILL OFFICE PRI TO SENDING TO LENDERS.		BKG:	109	0.50	
03/25/08 MEF	TELEPHONE CONFERENCE WITH V. COLISTRA RE: 4/3 HEARING ISSUES		BKG:	109	0.30	
03/28/08 SPO	REVIEW CLOSING BINDERS SENT BY BLA ROME AND SEND COPY OF CLOSING BIND TO STEVE GRABELL.	NK ER	BKG:	109	0.80	
03/31/08 MEF	REVIEW OBJECTIONS TO DIP MOTION		BKG:	109	0.30	
03/31/08 MEF	TELEPHONE CONFERENCE WITH J. SHAPI RE: OBJECTIONS TO DIP FINANCING MOTION	RO	BKG:	109	0.30	
03/31/08 D R	REVIEW OBJECTIONS TO DIP MOTION AN UPDATE AGENDA.	ID	BKG:	109	0.20	



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SHAPES/ARCH HOLDINGS FILE NUMBER: 220718.000

INVOICE NO.: 587223

Apr 23, 2008

PAGE 33

TOTAL FINANCING

37.50 \$14197.50



SHAPES/ARCH FILE NUMBER: INVOICE NO.:	220718.000	Apr 23, 2008	PAGE	34
	LITIGATION (OTHER THAN AVOIDANCE ACT	ION LITITGAT		
03/17/08 MEF	NUMEROUS MEMOS TO PARTIES RE: HEARING ISSUES (15)	BKG110	0.80	
03/17/08 MEF	REVIEW DOCUMENTS AND PLEADINGS OF OUTLINE TESTIMONY AND COURT PRESENTATION FOR HEARING	BKG110	2.50	
03/18/08 MEF	MEMOS TO CLIENT RE: HEARINGS	BKG110	0.20	
03/18/08 MEF	ATTEND HEARING RE: FIRST DAY PLEADINGS	BKG110	5.80	
03/18/08 MEF	TELEPHONE CONFERENCE WITH J. SHAPIF RE: FIRST DAY HEARINGS	RO BKG110	0.30	
03/18/08 MEF	MEETING WITH S. GRABELL AND V. COLISTRA RE: HEARING PREPARATION	BKG110	1.60	
03/18/08 JNP	ATTEND FIRST DAY HEARING AND DIP FINANCING HEARING.	BKG110	5.30	
03/20/08 D R	PREPARE NOTICE OF BANKRUPTCY IN AME V. ULTRA CASE AND EFILING/SERVICE ( SAME.		0.50	
03/24/08 D R	PREPARE LETTER TO B. GOLD SERVING NOTICE OF BANKRUPTCY - AMES V. ULTE	BKG110 RA.	0.20	
03/25/08 JNP	TELEPHONE CALL WITH R. FITZGERALD RE: STAY OF PRE-PETITION LITIGATION		0.10	
03/31/08 MEF	TELEPHONE CONFERENCE WITH V. COLISTRA RE 4/3 HEARING ISSUES	BKG110	0.20	
03/31/08 MEF	MEMOS TO PATTERSON AND SHAPIRO RE: 4/3 HEARING (2)	BKG110	0.20	



1900 MARKET STREET PHILADELPHIA, PA 19103-3508 215.665.2000 800.523.2900 215.665.2013 FAX www.cozen.com EIN 23-1732832

SHAPES/ARCH HOLDINGS

FILE NUMBER: 220718.000 INVOICE NO.: 587223

03/31/08 MEF MEMOS TO CLIENT RE: 4/3 HEARING ISSUES (3)

BKG110 0.10

PAGE 35

\$8304.00

Apr 23, 2008

TOTAL LITIGATION (OTHER THAN AVOIDANCE ACTION LITITGA 17.80

Fees and costs are due upon receipt of bill



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	20718.000	Apr	23,	2008	PAGE	36
M	EETINGS OF CREDITORS					
03/19/08 JNP	TELEPHONE CALL WITH J. SPONDER RECOMMITTEE FORMATION AND 341 HEART		BKG1	.12	0.20	
03/20/08 MEF	MEMOS TO PATTERSON AND SHAPIRO RE FORMATION MEETING	:	BKG1	.12	0.20	
03/20/08 MEF	MEMOS TO PARTIES RE: FORMATION MEETING (8)		BKG1	.12	0.30	
03/31/08 MEF	ATTEND COMMITTEE FORMATION MEETING	G	BKG1	12	1.20	
03/31/08 D R	PREPARE DOCUMENTS FOR FORMATION MEETING.		BKG1	12	1.50	
03/31/08 MEF	MEMOS TO CLIENT RE COMMITTEE FORMATION (3)		BKG1	12	0.20	
03/31/08 MEF	TRAVEL TO CREDITORS COMMITTEE FORMATION MEETING WITH CLIENT (PREPARE FOR MEETING)		BKG1	12	3.00	
TOTAL ME	EETINGS OF CREDITORS				6.60	2940.00



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	220718.000	Apr	23,	2008	PAGE	37
I	PLAN AND DISCLOSURE STATEMENT					
03/16/08 MEF	TELEPHONE CONFERENCE WITH CLIENT : NUMEROUS FILINGS AND PLAN ISSUES	RE:	BKG	113	0.40	
03/16/08 MEF	REVIEW AND REVISE PLAN AND DISCLOSURE STATEMENT		BKG1	L13	0.50	
03/19/08 JNP	TELEPHONE CALL WITH B. GALLERIE RENOTICE OF DISCLOSURE STATEMENT HEARING AND CASE FILING.	E :	BKG1	113	0.20	
03/19/08 MEF	REVISE DISCLOSURE STATEMENT NOTICE	E	BKGI	L13	0.20	
03/20/08 MEF	TELEPHONE CONFERENCE WITH J. SHAP: RE: PLAN ISSUES	IRO	BKG	113	0.30	
03/20/08 MEF	TELEPHONE CONFERENCE WITH P. SORENSON AND M. JACOBY RE: PLAN AI LIQUIDATION ANALYSIS		BKG	113	0.60	
03/21/08 MEF	MEMOS TO J. SHAPIRO RE: PLAN ISSUE (2)	ES	BKGI	13	0.20	
03/21/08 MEF	REVIEW AND REVISE PLAN ADMINISTRA' AGREEMENT	TOR	BKGI	.13	0.60	
03/21/08 MEF	REVIEW AND REVISE DISCLOSURE STATEMENT		BKG1	.13	0.70	
03/24/08 JNP	EMAILS FROM M. FELGER AND P. PATTERSON RE: DIP LOAN AND PLAN.		BKG1	.13	0.20	
03/24/08 MEF	REVIEW DRAFT LIQUIDATION ANALYSIS		BKGI	.13	0.50	
03/24/08 MEF	REVISE DISCLOSURE STATEMENT		BKGI	13	0.40	
03/25/08 MEF	REVIEW MEMOS FROM PATTERSON RE: P	LAN	BKG1	113	0.10	



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	20718.000	pr 23, 2008	PAGE	38
03/25/08 MEF	TELEPHONE CONFERENCE WITH J. SHAPIRORE: PLAN ISSUES AND 4/3 HEARING ISSUES	BKG113	0.40	
03/25/08 MEF	CONFERENCE CALL WITH M. JACOBY, S. GRABELL AND P. SORENSON RE: LIQUIDATION ANALYSIS	BKG113	1.30	
03/26/08 MEF	TELEPHONE CONFERENCE WITH J. SHAPIRORE: PLAN ISSUES AND PENDING MATTERS	BKG113	0.30	
03/28/08 MEF	TELEPHONE CONFERENCE WITH M. JACOBY RE: LIQUIDATION ANALYSIS	BKG113	0.20	
03/28/08 MEF	MEMO TO S. GRABELL RE: PLAN ISSUES	BKG113	0.10	
03/28/08 MEF	REVIEW REVISED LIQUIDATION ANALYSIS	BKG113	0.50	
03/28/08 MEF	TELEPHONE CONFERENCE WITH J. PASEK RE: WARN ISSUES	BKG113	0.20	
03/28/08 MEF	MEMO TO CLIENT RE: LIQUIDATION ANALYSIS	BKG113	0.10	
03/31/08 MEF	REVIEW AND REVISE LIQUIDATION ANALYSIS	BKG113	0.30	
TOTAL P	LAN AND DISCLOSURE STATEMENT		8.30	\$4297.50



FILE NUMBER: INVOICE NO.:	220718.000	Apr 23, 2008	PAGE	39
	RELIEF FROM STAY PROCEEEDINGS			
03/27/08 MEF	TELEPHONE CONFERENCE WITH D. GOIRE: UNION TERMINATION NOTICE	LIN BKG114	0.20	
03/27/08 JNP	RESEARCH RE: UIU TERMINATION NOT	TICE. BKG114	1.80	
03/27/08 MEF	REVIEW UNION TERMINATION NOTICE	BKG114	0.10	
03/27/08 JNP	CORRESPONDENCE TO UIU RE: TERMINATION OF HEALTH COVERAGE.	BKG114	0.30	
03/27/08 JNP	TELEPHONE CALL WITH D. GOLLIN RESTAY VIOLATION BY UIU.	BKG114	0.20	
TOTAL	RELIEF FROM STAY PROCEEEDINGS		2.60	\$1020.00



SHAPES/ARCH HO FILE NUMBER: 2 INVOICE NO.: 5	20718.000	Apr	23,	2008	PAGE	40
T	AX ISSUES					
03/19/08 JNP	MEETING WITH W. HOGAN RE: REAL ESTATE TAX ISSUES.		BKG	123	0.20	
03/21/08 W H	TAX APPEAL CONFERENCE WITH JNP RE: TAX COURT U.S. COUNTY TAX BOARD; RESEARCH CO. TAX BOARD APPEAL DEADLINE		BKG	123	0.20	
03/24/08 JNP	MEETING WITH W. HOGAN RE: REAL ESTATE TAX APPEAL; EMAIL S. GRABELIRE: SAME.		BKGI	123	0.20	
03/27/08 JNP	TELEPHONE CALL WITH S. GRABELL AND F. FERRUGIA RE: REAL ESTATE TAX APPEAL.		BKG1	123	0.30	
03/28/08 JNP	REVIEW PROPOSED TAX COMPLAINT FROM D. ZAZZALI.		BKGI	L23	0.30	
03/28/08 W H	CONFERENCE WITH J. POSLUSNY RE: TAX COURT APPEAL DEADLINE AND DATA;	K	BKG1	123	0.20	
TOTAL TA	AX ISSUES				1.40	\$503.00



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SHAPES/ARCH HOLDINGS

Apr 23, 2008

PAGE 41

FILE NUMBER: 220718.000

INVOICE NO.: 587223

ACTIVITY RECAP

ACIIVIII RECAP		
HOURS AMOUNT		
ASSET DISPOSTION	0.30	112.50
BUSINESS OPERATIONS	16.00	6,439.50
CASE ADMINISTRATION	72.30	22,635.00
CLAIMS ADMINISTRATION AND OBJECTIONS	9.80	3,381.00
FEE/EMPLOYMENT APPLICATIONS	12.20	4,059.00
FINANCING	37.50	14,197.50
LITIGATION (OTHER THAN AVOIDANCE ACTION LITITGA	17.80	8,304.00
MEETINGS OF CREDITORS	6.60	2,940.00
PLAN AND DISCLOSURE STATEMENT	8.30	4,297.50
RELIEF FROM STAY PROCEEEDINGS	2,60	1,020.00
TAX ISSUES	1.40	503.00
TOTALS	— 184.80	67.889.00

## EXHIBIT "C"

## SUMMARY OF DISBURSEMENTS

DISBURSEMENTS	AMOUNT
a) Computer Assisted Legal Research	
b) Facsimile (with rates)	
No. of Pages <u>1,789</u> Rate per Page <u>\$1.00</u> (Max. \$1.00/pg.)	1,789.00
c) Long Distance Telephone	49.95
d) In-House Reproduction  No. of Pages 6,598 Rate per Page(Max20¢pg.)	1,319.60
e) Outside Reproduction	925.65
f) Outside Research	<u>0</u>
g) Filing/Court Fees (filing fees of five petitions \$1,039 each)	5,195.00
h) Court Reporting	0
i) Travel	72.48
j) Courier & Express Carriers (e.g. Federal Express)	31.50
k) Postage	24.86
1) Other (Explain)	<u>0</u>
DISBURSEMENT TOTAL:	\$9,408.04